

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: Lehman Brothers Holdings Inc.

Case No. 08-13555 (JMP)

Court ID (Court Use Only) _____

NOTICE OF TRANSFER OF CLAIMS OTHER THAN FOR SECURITY
PURSUANT TO BANKRUPTCY RULE 3001(E)(2)

CLAIMS HAVE BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. §1111(a). Pursuant to Bankruptcy Rule 3001(e)(2), Transferee hereby gives notice of the transfer, other than for security, of the claims referenced herein.

<u>Name of Transferee:</u> Credit Distressed Blue Line Master Fund, Ltd. c/o Harbinger Capital Partners LLC 450 Park Avenue, 30th Floor New York, New York 10022-2637	<u>Name of Transferor:</u> Harbinger Capital Partners Master Fund I, Ltd. c/o Harbinger Capital Partners LLC 450 Park Avenue, 30th Floor New York, New York 10022-2637
Notices to Transferee should be sent to: (see above)	Court Record Address of the Transferor: (Court use only)
Last Four Digits of Acct.#:	Last Four Digits of Acct.#:
Name and Address where transferee payments should be sent (if different from above):	Name and Current Address of Transferor Harbinger Capital Partners Master Fund I, Ltd. c/o Harbinger Capital Partners LLC 450 Park Avenue, 30th Floor New York, New York 10022-2637 Attention: Corrine Glass, Esq. CGlass@harbingercapital.com
<u>Claim Amount:</u> \$75,000,000.00 portion only of \$264,000,000.00 allowed claim based on Termination Agreement	<i>Note: This is a partial transfer of one of two claims asserted under the relevant proof of claim.</i>
<u>Court Claim No. (if known):</u> 66655 (amending claim no. 14212)	
<u>Date Claim Filed:</u> May 20, 2010 (amending claim filed Sept. 16, 2009)	

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Robin Rogers Harbinger Capital Partners II LP, investment manager to Credit Distressed Blue Line Master Fund, Ltd.

Authorized Agent of Transferee

Date: 5/20/10

Robin Rogers, GC
Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 & 3571.

As set forth in the attached Evidence of Transfer of Claim, Transferor has waived to the fullest extent permitted by law any notice or right to receive notice of a hearing under Bankruptcy Rule 3001(e).

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Harbinger Capital Partners Master Fund I, Ltd., with offices at c/o Harbinger Capital Partners LLC, 450 Park Avenue, 30th Floor, New York, New York 10022-2637 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Credit Distressed Blue Line Master Fund, Ltd., with offices located at c/o Harbinger Capital Partners LLC, 450 Park Avenue, 30th Floor, New York, New York 10022-2637 ("Buyer"), all right, title and interest in and to a portion in the amount of \$75,000,000.00 (the "Assigned Claim") of that claim of Seller against LEHMAN BROTHERS HOLDINGS INC. in the amount of \$264,000,000.00 based on a certain Termination and Settlement Agreement dated as of May 10, 2010, being one of the claims included in that proof of claim docketed as Claim No. 66655, amending Claim No. 14212 (the "Proof of Claim") in the United States Bankruptcy Court, in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered). *For the avoidance of doubt, Seller has not assigned any claim included in the Proof of Claim other than the Assigned Claim.*

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Assigned Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Assigned Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 25th day of May, 2010.

Harbinger Capital Partners Master Fund I, Ltd.,
By: Harbinger Capital Partners LLC, its investment manager

By: [Signature]
(Signature of authorized corporate officer)

Name: ROBIN ROGER
Title: GC
Tel.: 212-339-5141

Credit Distressed Blue Line Master Fund, Ltd.,
By: Harbinger Capital Partners II LP, its investment manager

By: [Signature]
(Signature of authorized corporate officer)

Name: ROBIN ROGER
Title: GC
Tel.: 212-339-5141